

Form CRS (Client Relationship Summary), June 30, 2020

Cantella & Co., Inc.

Cantella & Co., Inc. (“Cantella”, “we”, “us”) is registered with the Securities and Exchange Commission (SEC) as both a broker/dealer and an investment adviser and is a member of the Financial Industry Regulatory Authority (FINRA) and the Securities Investor Protection Corporation (SIPC). Brokerage and investment advisory service fees differ and it is important for you to understand these differences. Free and simple tools are available to research firms and financial professionals at www.investor.gov/CRS, which also provides educational materials about broker/dealers, investment advisers, and investing.

What investment services and advice can you provide me?

We provide both brokerage and investment advisory services to clients. However, not all of our financial professionals can offer both services. We’ve summarized below the main types of services that we offer and their key features:

	Brokerage (Commission-Based)	Investment Advisory (Fee-Based)
Services	<p>As a broker/dealer, our primary service is buying and selling securities for your account at your direction. Neither Cantella, nor your financial professional has discretionary investment authority over your brokerage accounts or direct-held investments. In other words, your financial professional can offer recommendations to buy, sell or hold securities but you make the final investment decisions.</p> <p>If your account has no financial professional associated with it, you control the buying or selling of securities without any recommendations from us.</p>	<p>The investment advisory programs we offer include:</p> <ul style="list-style-type: none"> • Advisor managed - Accounts in this program may be: <ul style="list-style-type: none"> - Discretionary – Your financial professional makes investment decisions to buy, sell or hold securities in your account without asking you in advance. - Non-discretionary – Your financial professional offers advice and recommendations to buy, sell or hold securities but you make the final investment decisions. • Firm -managed – We or another firm such as a third-party asset management program manages investments in your account. All firm managed programs are discretionary. <p>We also offer other investment advisory services including:</p> <ul style="list-style-type: none"> • Financial Planning – Your financial professional helps you develop a goal-based strategy or financial plan intended to achieve your financial objectives. • Investment Consulting – Your financial professional offers advice on investments held at or outside of Cantella.
Monitoring	<p>Unlike in advisory accounts, we do not offer or provide monitoring services for your brokerage accounts or directly held investments. Your financial professional may voluntarily review holdings in your brokerage or direct-held accounts and may or may not make recommendations to you based on those reviews. These voluntary account reviews do not represent an account monitoring service.</p>	<p>We and your financial professional conduct ongoing monitoring of your advisory accounts tailored to your advisory relationship and advisory account(s).</p>
Account Minimums	<p>We generally do not require a minimum account size to open a brokerage account or to hold direct-held investments. Some securities require investment minimums.</p>	<p>Most advisory programs have minimum account size requirements. Minimums may be waived at Cantella’s discretion.</p>
Limited Investment Offerings	<p>We offer and make recommendations on non-proprietary products. We do not offer or make recommendations on all products of any particular type; for example, we do not offer or make recommendations on all mutual funds, or make available all share classes of the offered mutual funds. Product offerings may differ depending on where your account is custodied.</p>	<p>We provide advice on proprietary and non-proprietary programs. Depending on your choice of account type, strategy and model, you may receive advice with respect to a broad range of investments, or you may receive advice regarding a limited range of investments. For example, if you invest in an intermediate-term municipal bond strategy, we would not typically provide advice about high-yield corporate bonds.</p> <p>Product offerings may differ depending on where your account is custodied.</p>

Please go to www.cantella.com/investor-disclosures.php for more information regarding our products and services.

Conversation Starters

- *Given my financial situation, should I choose an investment advisory service? Should I choose a brokerage service? Should I choose both types of services? Why or why not?*
- *How will you choose investments to recommend to me?*
- *What is your relevant experience, including your licenses, education and other qualifications? What do these qualifications mean?*

What fees will I pay?

Brokerage (Commission-Based)

In a brokerage account, you will incur transaction charges when you buy or sell securities, including:

- Commissions (transaction-based charges)
- Markups and markdowns (when we are paid by selling a security to you for more than it cost us, or vice versa)

Transaction charges differ from one product to another. This creates an incentive to recommend products that have higher transaction charges even if other options may be better for you. You will incur greater total transaction charges when there are more trades in your account, which incentivizes us to encourage you to trade frequently.

In addition to commissions, some products, including mutual funds and variable annuities, have on-going fees, such as 12b-1 fees or “trail commissions,” that will be paid to us for as long as you own the investment. *We have an incentive to recommend products that include trail payments even if other investment products available to you have lower costs or perform better.*

You will pay additional charges in connection with certain products. These include open and closed end mutual funds, exchange-traded products (e.g. ETFs, ETNs), unit investment trusts (UITs), and other products. Some of these charges are indirectly paid to the companies that sponsor, manage, and/or promote the investment. *Some of these payments are shared with us or our clearing firms. These payments are deducted from your investment and reduce total investment returns, but the fee deduction is usually not itemized. Examples of these fees include management fees, mortality and expense charges, 12b-1 fees and rider fees.* Upon selling these investments, you may incur a deferred sales charge or “surrender” charge if you sell the investment without holding it for a specified number of years as discussed in the product prospectus or other offering documents.

Investment Advisory (Fee-Based)

In an investment advisory account, you will pay an advisory fee, which can be assessed monthly or quarterly, depending on the program. Fees will be charged at the rate you agreed upon with your financial professional. Fees vary and are negotiable. Your fee is based on the total dollar amount of assets in your account including cash and cash-equivalent

positions without any offset for debit balances.

Because we and your financial professional are compensated based on the amount of assets in your account, it creates an incentive for us to increase your assets or engage in transactions that result in higher total assets in your account

Wrap Accounts: A wrap-fee program generally involves an investment account where you are charged a single, bundled, or “wrap” fee for investment advice, trade execution fees, administrative expenses, and other fees and expenses.

Non-Wrap Fee Account: You pay a fee which covers the cost of our advisory services, but you will be charged separately for each trade. Cantella receives a portion of the amount charged for each trade, but the trading costs are not shared with your financial professional. This creates an incentive for Cantella to encourage more frequent trading.

In addition to the advisory fee you pay, certain products have additional embedded costs. These include open and closed end mutual funds, exchange-traded products (e.g. ETFs, ETNs), unit investment trusts (UITs), and other products. Some of these charges are indirectly paid to the companies that sponsor, manage, and/or promote the investment. *Some of these payments are shared with us or our clearing firms. These payments are deducted from your investment and reduce total investment returns, but the fee deduction is usually not itemized. Examples of these fees include management fees, mortality and expense charges, 12b-1 fees and rider fees.* Upon selling these investments, you may incur a deferred sales charge or “surrender” charge if you sell the investment without holding it for a specified number of years as discussed in the product prospectus or other offering documents. As a matter of policy, Cantella credits your advisory account for any 12b-1 fees it receives based on mutual funds purchased or held in advisory accounts.

During periods of lower trading activity, the advisory fee may be higher than the transaction charges you would have paid in a brokerage account. To determine whether an investment advisory account is appropriate for you, including which type of advisory account, you should carefully review the value of the advice and scope of services you would be getting in an advisory relationship versus a brokerage account where you make the final investment decisions.

Please also review Cantella’s Form ADV Part 2A Brochure for a description of specific advisory programs and services, as well

as how you are charged, how we are compensated, and any conflicts of interest associated with the different account types.

Planning & Consulting: For financial planning and investment consulting, you will pay a fee that is agreed upon by you and your financial professional in a written agreement. The fee amount is typically determined by the scope of the topics included as well as the complexity of the plan prepared for you. These fees are separate and in addition to any fees you may incur if you chose to implement the plan strategies and maintain an account at Cantella. Clients receiving retirement plan consulting services have the option of paying asset-based fees, flat fees or hourly rates. These are billed as stated in your advisory contract.

Additional Fee Information

Depending upon your account and relationship, you may also incur periodic account maintenance or IRA custodial fees, as well as processing, service, and account fees upon certain events or occurrences. You will incur interest charges if you borrow on margin or using a securities-based loan in any of

your accounts. We negotiate these charges and you may pay more or less for comparable services than at another firm. We also set the pricing in most cases, and part of our business model includes deriving profit from these fees. We may also receive rebates from our clearing firms that are calculated based on all or a portion of these fees.

Information regarding the fees and costs of open and closed end mutual funds, exchange-traded products (e.g. ETFs, ETNs), unit investment trusts (UITs), variable annuities, and other products is available in the prospectus for the specific product. Contact your financial professional or call the product sponsor company for a free copy of the prospectus.

You will pay fees and costs whether you make or lose money on your investments. Fees and costs will reduce any amount of money you make on your investments over time. Please make sure you understand what fees and costs you are paying. You can get more information about the fees reviewing the Cantella Fee Schedule or by visiting www.cantella.com/investor-disclosures.php.

Conversation Starters

- *Help me understand how these fees and costs might affect my investments. If I give you \$10,000 to invest, how much will go towards fees and costs, and how much will be invested for me?*

What are your legal obligations to me when providing recommendations as my broker/dealer or when acting as my investment adviser? How else does your firm make money and what conflicts of interest do you have?

When we provide you with a recommendation as a broker/dealer or act as your investment adviser, we have to act in your best interest and not put our interest ahead of yours. At the same time, the way we make money creates some conflicts with your interests. You should understand and ask about these conflicts because they can affect the recommendations and investment advice we provide you. Here are some examples to help you understand what this means.

Revenue Sharing - Cantella and some of its financial professionals receive revenue sharing that is calculated based on cash balances held in your account. This cash may be automatically swept into money market funds and bank deposit sweep accounts, which offer the ability to earn a return on uninvested cash in your account. This creates a conflict as we may recommend different sweep options that provide greater payments to Cantella, resulting in a reduction in earnings on your cash. Cash sweep products offered by other firms may provide a higher return. This provides an incentive for us to recommend that you keep greater cash balances in order to receive this additional compensation. Our clearing firms also share revenue with us based on your investment in certain products or programs and this creates an

incentive for us to encourage you to open your account at one clearing firm over another.

Proprietary Products – Cantella offers a number of investment advisory programs. In some of these programs we act as the sponsor and receive a portion of the manager’s fee. In other programs, we earn a sponsor fee or a portion of the program fee. We therefore have a financial incentive to recommend these programs to you.

Third-party payments - We receive payments from investment product sponsors or other third parties in connection with investments you make in securities products such as mutual funds and annuities. Compensation may include payments made in connection with Cantella’s marketing and sales-force education and training efforts, including Cantella’s sales and education conferences. Cantella receives commissions and trail payments. These payments represent additional compensation to us. This results in a financial incentive to recommend products that provide additional compensation to us over those that pay lesser amounts or none at all which may be better for you.

Principal trading – In a brokerage account, we may buy a security from you or sell you a security from our own account, predominantly with fixed income securities. This may create incentives to act against your best interest to generate trading profits or minimize losses.

This summary does not identify all of our conflicts of interest, or all material facts about the conflicts of interest listed. For additional information about these and other conflicts of interest, please see the Cantella Brokerage Compensation and

Conflicts Disclosure document and our Form ADV Part 2A Brochure. You can obtain a copy from your financial professional or via www.cantella.com/investor-disclosures.php.

Conversation Starter

- *How might your conflicts of interest affect me, and how will you address them?*

How do your financial professionals make money?

Most financial professionals are compensated as a percentage of the revenue sources described below:

- Commissions, markups and markdowns earned in brokerage accounts, which vary by product
- Ongoing fees from mutual funds, variable annuities, and certain other product issuers
- Advisory fees which are based on a percentage of your assets under our management
- Fees related to other products and services provided to you
- Incentive compensation, reduced or waived fees based on revenues earned from client accounts and assets under management
- Reimbursement for costs associated with professional development

For commission or transaction-based accounts, financial professionals have an incentive to trade more often to increase their revenue.

For investment advisory or fee-based accounts, the percentage of revenue that your financial professional receives will generally increase as the amount of assets in the account increases. Therefore, financial professionals have an incentive to increase their assets under management. Under some programs, your financial professional pays Cantella a charge for each trade executed. This creates an incentive for your financial professional to trade less frequently to retain more compensation.

For more information regarding the compensation paid to Cantella financial professionals and the conflicts that exists, please see our Brokerage Compensation and Conflicts Disclosure document and Form ADV Part 2A Brochure or please visit:

www.cantella.com/investor-disclosures.php.

Do you or your financial professionals have legal or disciplinary history?

Yes. Please visit www.investor.gov/CRS for a free search tool that will provide you with more information regarding the profile of Cantella and its financial professionals.

Conversation Starter

- *As a financial professional, do you have any disciplinary history? If yes, for what type of conduct?*

Additional Information

For additional information about us and our services, please visit www.cantella.com, your financial professional's website, and www.cantella.com/investor-disclosures.php. Please be sure to review Cantella's Brokerage Compensation and Conflicts of Interest Disclosure Document, the Client Disclosure Document and our Form ADV Part 2A, if applicable. If you would like an updated copy of this relationship summary brochure or any other disclosure document, you can request one by contacting your financial professional or Cantella's Home Office at (800) 652-8358.

Conversation Starter

- *Who is my primary contact person? Is he or she a representative of an investment adviser or a broker-dealer?*
- *Who can I talk to if I have concerns about how this person is treating me?*